

WILLKIE FARR & GALLAGHER LLP
787 Seventh Avenue
New York, New York 10019-6099
(212) 728-8000

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
Lehman Brothers Holdings Inc., <u>et al.</u> ,)	
)	Case No. 08-13555 (JMP)
Debtors. ¹)	(Jointly Administered)
)	

**FIFTH AMENDED VERIFIED STATEMENT OF
WILLKIE FARR & GALLAGHER LLP PURSUANT TO BANKRUPTCY RULE 2019**

Marc Abrams, Esq. on behalf of Willkie Farr & Gallagher LLP (“WF&G”), as attorneys for the entities listed on Exhibit A hereto (collectively, the “Entities”), in connection with the above-captioned chapter 11 cases of Lehman Brothers Holdings, Inc. and its related debtors (collectively, the “Debtors”), makes the following statement pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure:

1. WF&G is counsel to the Entities in the above-captioned cases. The address for WF&G for purposes of this statement is 787 Seventh Avenue, New York, NY 10019.
2. The mailing address for each of the Entities is listed on Exhibit A hereto.

¹ As of the date of the filing of this Fifth Amended Verified Statement, the Debtors in these cases are: (i) Lehman Brothers Holdings Inc.; (ii) Lehman Brothers Derivative Products Inc.; (iii) Lehman Commercial Paper Inc.; (iv) Lehman Brothers Commercial Corporation; (v) Lehman Brothers Financial Products Inc.; (vi) Fundo de Investimento Multimercado Credito Privado; (vii) Lehman Scottish Finance L.P.; (viii) CES Aviation LLC; (ix) CES Aviation V LLC; (x) CES Aviation IX LLC; (xi) East Dover Limited; (xii) Lehman Brothers Commodity Services Inc.; (xiii) Lehman Brothers Finance SA; (xiv) Lehman Brothers Special Financing Inc.; (xv) Lehman Brothers OTC Derivatives Inc.; (xvi) PAMI Statler Arms LLC; and (xvii) LB 745 LLC.

4471553.9

3. Each of the Entities may hold claims against and/or interests in the Debtors arising out of applicable agreements, law or equity pursuant to their relationship with the Debtors.

4. The following are the facts and circumstances in connection with WF&G's employment in these cases. WF&G represented certain of the Entities prior to the Debtors' chapter 11 cases. Each of the Entities separately requested that WF&G represent them in connection with the Debtors' chapter 11 cases.

5. Upon information and belief, WF&G does not possess any claims against or interests in the Debtors.² WF&G is still investigating whether it possesses any claims against any affiliates of the Debtors.

Dated: New York, New York
December 17, 2008

WILLKIE FARR & GALLAGHER LLP

By: /s/ Marc Abrams
Marc Abrams, Esq.
Shelley C. Chapman, Esq.

787 Seventh Avenue
New York, New York 10019
(212) 728-8000

² Members and associates of WF&G, in their individual capacities, may hold claims and/or equity interests in the Debtors.

EXHIBIT A

LIST OF CLIENTS ADVISED

ADI Alternative Investments
24-32 Rue Jean Goujon
75008 Paris
France
(011) (33) 1 56 88 83 36

AIG Financial Products Corp.
70 Pine Street, 10th Floor
New York, NY 10270
(212) 770-7876

AIG Global Investment Corp.
70 Pine Street, 10th Floor
New York, NY 10270
(212) 770-7876

Arc Fund Management Ltd
22 Lovat Lane
London
England EC3R 8EB
United Kingdom
(011) (44) 20 7623 3345

Bloomberg L.P., Bloomberg Finance LP and their Affiliates
731 Lexington Avenue
New York, NY 10022
(212) 318-2000

Fir Tree Value Master Fund, L.P. and Fir Tree Opportunity Master Fund, L.P.
505 Fifth Avenue, 23rd Floor
New York, NY 10017
(212) 599-0090

Green Tree Servicing LLC and its Affiliates
345 St. Peter Street
St. Paul, MN 55102
(651) 293-3400

IntraLinks, Inc.
150 East 42nd Street
8th Floor
New York, NY 10017
(212) 543-7735

Marshall Wace LLP
The Adelphi, 13th Floor
1/11 John Adam Street
London
England WC2N 6HT
United Kingdom
(011) (44) 20 7925 7639

OppenheimerFunds, Inc., Oppenheimer Strategic Income Fund and certain other funds and accounts
advised or sub-advised by OppenheimerFunds, Inc. and its affiliates

Two World Financial Center
225 Liberty Street, 11th Floor
New York, NY 10281
(212) 323-0200

Quantum Partners LDC
Citco Fund Services (Curacao) N.V.
Kaya Flamboyen 9
Curacao, Netherlands Antilles
(599) (9) 732-2401

Royal Charter Properties - East, Inc.
525 East 68th Street
New York, NY 10065
(212) 746-6500

Scout Real Estate Capital LLC and its Affiliates
12 Oak Street
Nantucket, MA 02554
(508) 228-9117

SEAT Pagine Gialle S.p.A.
Via Aurelio Saffi, 18
10138 Torino Italy
(011) (39) 7054 0963